

EXHIBIT B

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

LIZZIE PUGH, *an individual*,

Plaintiff,

V.

Case No.: _____

FIFTH THIRD BANK, NATIONAL ASSOCIATION d/b/a “Fifth Third Bancorp,” a foreign corporation, FIFTH THIRD FINANCIAL CORPORATION, a foreign corporation, OLD KENT MORTGAGE SERVICES, INC., a domestic corporation,

Defendants.

AFFIDAVIT OF ALBERT P. CLIFFEL, III

STATE OF MICHIGAN)
) SS
COUNTY OF KENT)

I, Albert P. Cliffel, III, first being duly sworn, depose and state the following,
under penalty of perjury pursuant to 28 U.S.C. § 1746:

1. I am over the age of eighteen (18) years old and am competent to testify to the matters contained in this affidavit.

2. I am a Senior Vice President and Corporate Tax Director for Fifth Third Bank, N.A.

3. I am also a member of the Board of Directors and President for Old Kent Mortgage Services, Inc. (“OKMS”).

4. I have personal knowledge of the facts described in this affidavit, and I have been authorized to execute this affidavit. If called upon as a witness, I could and would testify competently under oath as to all such facts based upon my personal knowledge and my review of applicable business records.

5. OKMS is a wholly-owned subsidiary of Fifth Third Bank, N.A., and has been since Fifth Third and Old Kent merged in 2001.

6. OKMS currently has no employees and has not had any operations since at least 2005, other than the holding of intangible assets.

7. Presently, OKMS is a holding company for Fifth Third Mortgage-MI, LLC (“FTMM”), a Delaware limited liability company.

8. FTMM is a former mortgage-origination company which still owns a small portfolio of commercial and residential loans. It stopped originating loans and ceased all origination operations as of January 1, 2019.

9. Since they are non-banking entities, neither OKMS nor FTMM has ever offered, operated, or administered either deposit accounts or savings accounts.

10. In addition to FTMM, the only other tangible asset of OKMS is real property located in Kentwood, Michigan.

11. OKMS is not involved in Fifth Third Bank's retail banking services and its provision of consumer banking services to its customers at local branches in Michigan.

12. OKMS maintains a separate and independent corporate existence from Fifth Third Bank, N.A. OKMS keeps its own separate accounts and business records.

13. I have reviewed the Complaint in this matter, and can say with certainty that OKMS has no relationship to the allegations or the transaction at issue in Plaintiff's Complaint.

14. OKMS does not have any employees, operations, administration, or processes related to deposit or savings accounts or their servicing. In fact, as a non-banking entity, and during all relevant times, OKMS does not have any employees, operations, administration, or processes related to deposit or savings accounts or their servicing.

15. Moreover, OKMS does not own either the land or the building at issue in this transaction.

16. I am unaware of any facts that could even be pled that could relate OKMS to the allegations in the Complaint.

17. OKMS never had any role or involvement in the transaction at issue in Lizzie Pugh's Complaint.

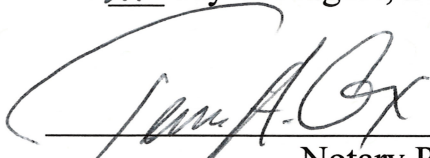
I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 29, 2022 at Cincinnati, Ohio.

Further, Affiant sayeth not.


ALBERT P. CLIFFEL, III

Subscribed and sworn to before me
this 29th day of August, 2022.


Notary Public
HAMILTON County, ~~MI~~ OH
Acting in HAMILTON County, ~~MI~~ OH
My Commission Expires: 11/13/2023



TAMI A. COX
Notary Public, State of Ohio
My Commission Expires
November 13, 2023